

**Judge John C. Coughenour
Judge Michelle L. Peterson**

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

GUILD MORTGAGE COMPANY LLC,

Plaintiff,

Case No. 2:21-CV-01376-JCC-MLP

VS.

CROSSCOUNTRY MORTGAGE LLC,

Defendant.

**DECLARATION OF MICHAEL A. PLATT IN SUPPORT
OF DEFENDANT CROSSCOUNTRY MORTGAGE, LLC'S MOTION TO
DISMISS THE COMPLAINT FOR LACK OF SUBJECT MATTER JURISDICTION**

Michael A. Platt declares under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a partner in the law firm of Jones Day. I am a member in good standing of the Bar of the States of Ohio and New York, and I am admitted pro hac vice in this action. I represent defendant CrossCountry Mortgage, LLC (“CrossCountry”) in this action.

2. I make this declaration to authenticate copies of materials to be considered in connection with CrossCountry's Motion to Dismiss the Complaint For Lack of Subject Matter

DECLARATION OF MICHAEL A. PLATT IN SUPPORT OF
DEFENDANT CROSSCOUNTRY MORTGAGE, LLC'S MOTION
TO DISMISS THE COMPLAINT FOR LACK OF SUBJECT
MATTER JURISDICTION, 2:21-CV-01376-JCC-MLP

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1 Jurisdiction, pursuant to Rule 12(b)(1) (the “Motion”). Submitted herewith are true and correct
2 copies of the following:

3 Exhibit A: Relevant Excerpt of Guild Holding Company (NYSE: GHLD), SEC
4 Form 10-Q, filed May 9, 2022

5 Exhibit B: Relevant Excerpt of Guild Holding Company (NYSE: GHLD), SEC
6 Form 10-Q, filed August 13, 2021

7 Exhibit C: Printout of Official Website of the Delaware Department, Entity Details for
8 CrossCountry Mortgage, LLC, printed July 22, 2022

9 Exhibit D: Relevant Excerpt of the Amended and Restated Limited Liability Company
10 Agreement of CrossCountry Mortgage, LLC, dated as of October 2, 2019

11 Exhibit E: Relevant Excerpt of the Second Amended and Restated Limited Liability
12 Company Agreement of CrossCountry Mortgage, LLC, dated as of June 6, 2022

13 Exhibit F: Relevant Excerpt of the Amended and Restated Limited Liability Company
14 Agreement of CrossCountry Holdco, LLC, dated as of June 6, 2022

15 Exhibit G: Relevant Excerpt of the Limited Liability Company Agreement of Radcliff
16 CCM I LLC, dated as of October 2, 2019*

17 Exhibit H: Relevant Excerpt of the Limited Liability Agreement of the Tier 2 LLC
18 Member (as defined in the Motion), dated as of October 2, 2019*

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25 * Because Radcliff CCM I LLC and its members are third parties whose organizational documents are non-
26 public, sensitive, and confidential, CrossCountry is simultaneously herewith moving for leave to allow
CrossCountry to file Exhibits G and H under seal.

1 3. I declare under penalty of perjury that the foregoing is true and correct, based upon
2 my knowledge, information and belief.

3 Dated: July 22, 2022

4 *s/ Michael A. Platt*

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13 *Counsel for Defendant*
14 *CrossCountry Mortgage, LLC*

DECLARATION OF SERVICE

I hereby certify that on July 22, 2022, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF System which will send notification of such filing to the following:

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Dated: July 22, 2022 at Seattle, Washington.

s/Tami L. Foster
Tami L. Foster, Legal Secretary
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